

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<b>IN RE:</b>	§	
	§	
<b>ORGANIC FUELS, LTD.,</b>	§	<b>CASE NO. 10-30778-H3-7</b>
	§	<b>(Involuntary)</b>
<b>Alleged Debtor.</b>	§	

**CONSENT TO ORDER FOR RELIEF AND  
MOTION TO CONVERT CASE TO CHAPTER 11**

**THIS MOTION SEEKS AN ORDER THAT MAY ADVERSELY AFFECT YOU. IF YOU OPPOSE THE MOTION, YOU SHOULD IMMEDIATELY CONTACT THE MOVING PARTY TO RESOLVE THE DISPUTE. IF YOU AND THE MOVING PARTY CANNOT AGREE, YOU MUST FILE A RESPONSE AND SEND A COPY TO THE MOVING PARTY. YOU MUST FILE AND SERVE YOUR RESPONSE WITHIN 21 DAYS OF THE DATE THIS WAS SERVED ON YOU. YOUR RESPONSE MUST STATE WHY THE MOTION SHOULD NOT BE GRANTED. IF YOU DO NOT FILE A TIMELY RESPONSE, THE RELIEF MAY BE GRANTED WITHOUT FURTHER NOTICE TO YOU. IF YOU OPPOSE THE MOTION AND HAVE NOT REACHED AN AGREEMENT, YOU MUST ATTEND THE HEARING. UNLESS THE PARTIES AGREE OTHERWISE, THE COURT MAY CONSIDER EVIDENCE AT THE HEARING AND MAY DECIDE THE MOTION AT THE HEARING.**

**REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.**

**To the Honorable Letitia Z. Paul  
United States Bankruptcy Judge:**

Organic Fuels, Ltd. (the "Debtor") consents to the entry of an order for relief and files this motion to convert this chapter 7 case to a case under chapter 11 pursuant to 11 U.S.C. § 706(a).

**Summary of Relief Requested**

1. The Debtor consents to the entry of an order for relief and seeks to convert this case to a case under chapter 11 pursuant to 11 U.S.C. § 706(a). The Debtor believes that proceeding in chapter 11 will allow it to explore strategic alternatives and maximize value for creditors. No party will be prejudiced by the Debtor's request as the Debtor is statutorily entitled to the requested relief.

**Brief Background**

2. An involuntary chapter 7 petition was filed against the Debtor on January 29, 2010 [Docket No. 1].
3. The Debtor filed its answer on February 22, 2010 [Docket No. 13].
4. The Debtor wishes to consent to the entry of an order for relief and convert the case to a case under chapter 11.
5. No prior conversion of this case has occurred.
6. The Debtor qualifies to be a debtor under chapter 11.

**Requested Relief**

7. Under § 706, a debtor has the right to convert a case under chapter 7 to a chapter 11 case so long as (i) the case has not been previously converted; and (ii) the debtor is eligible to be a debtor under chapter 11.
8. The Debtor meets the requirements under § 706 and is statutorily entitled to convert its chapter 7 case to a chapter 11 case.

Accordingly, the Debtor consents to an order for relief in this case and requests that this case be converted to a chapter 11 case and for such other relief as is just.

**Dated: March 9, 2010.**

Respectfully submitted,

/s/ Joshua W. Wolfshohl

John F. Higgins

State Bar No. 09597500

Joshua W. Wolfshohl

State Bar No. 24038592

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**Counsel for Organic Fuels, Ltd.**

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing document has been served by United States first class mail to the parties listed on the attached service list and by electronic mail to all registered ECF users appearing in the case on this 9th day of March, 2010.

/s/ Joshua W. Wolfshohl

Joshua W. Wolfshohl

**SERVICE LIST**

**Debtor**

Hoyt Thomas  
Chief Operating Officer, Organic Fuels Ltd.  
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**Counsel for Debtor**

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**United States Trustee**

Office of U.S. Trustee  
515 Rusk St, Suite 3516  
Houston, TX 77002

**Governmental Entities**

Texas Comptroller of Public Accounts  
Austin, TX 78774

Internal Revenue Service  
PO Box 21126  
Philadelphia, PA 19114

Internal Revenue Service  
1919 Smith Street  
Stop 5022 HOU  
Houston, TX 77002

Securities Exchange Commission  
Attn: Angela D. Dodd  
175 W. Jackson Blvd., Suite 900  
Chicago, IL 60604-2908

State of Texas Comptroller  
PO Box 149348  
Austin, TX 78714-9348

**Petitioning Creditors**

Vopak Terminal Deer Park, Inc.  
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2759 Independence Pkwy South  
Deer Park, TX 77536

Vopak Terminal Galena Park, Inc.  
Attn: Michael Newton  
1500 Clinton Drive  
Galena Park, TX 77547

Tankco Services of Texas Corp.  
950 Seaco Avenue  
Deer Park, TX 77536

Tankco Services of Texas Corp.  
Attn: Thomas Bayham  
365 Canal Street, Suite 2500  
New Orleans, LA 70130

Bay Area Industrial Contractors, Ltd.  
Attn: Clint Partridge  
1606 Sens Road  
La Porte, TX 77571

Neal Construction Company, Inc.  
Attn: Boyd Neal  
2451 CR 605  
Dayton, TX 77535

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**Parties Requesting Notice**

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